

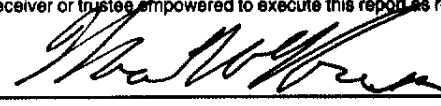


FILE NOW: Fee after May 1, will be \$588.75

LIMITED LIABILITY COMPANY ANNUAL REPORT * 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	FILED 97 FEB 25 PM 2: 57 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE		
1. Name and Mailing Address of Limited Liability Company POWERHOUSE/BELL, L.C. 1529 WEST "NORTH A" STREET TAMPA FL 33606-1613		DOCUMENT # L95000000582		
<small>If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.</small>				
2. Principal Place of Business SAME		2a. Mailing Address SAME		3. Date Organized or Qualified 07/31/1995
Suite, Apt. #, etc.		Suite, Apt. #, etc.		3a. State of Formation FL
City & State		City & State		4. FEI Number 59-3332697
Zip	Country	Zip	Country	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
				5. Date of Last Report 02/12/1996
				6. Certificate of Status Desired <input type="checkbox"/> <small>8075 Additional Fee Required</small>
7. Name and Address of Current Registered Agent MOYE, JAMES E ESQ. MOYE, O'BRIEN, O'ROURKE, HOGAN & P/C 201 E. PINE STREET, SUITE 710 ORLANDO FL 32801		8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code		
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.				
SIGNATURE _____ DATE _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)</small>				
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code
MGRM	BELL-MANN, INC.	3648 OAKCLIFF ROAD		ATLANTA GA
MGRM	POWERHOUSE CARPET SYST	1529 WEST "NORTH A" STREET		TAMPA FL
MGRM	SHAW INDUSTRIES, INC.	616 EAST WALNUT AVE.		DALTON, GA 30721*
	*SEE ATTACHED			800002098068--8 -02/26/97--01006--018 ****203.75 ****203.75 
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 606, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.				
SIGNATURE: 		2/14/97 813-254-7278		
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER</small>		<small>Date Daytime Phone #</small>		